

# **Co-operative Federation of Victoria Ltd**

**Minutes of Board of Directors meeting held at Co-operative  
Purchasing Services Ltd, Thursday, 16 November 2000 at 10.30 a.m.**

**Present:** D. Griffiths (Chair), M.Boyce, J. Luckman, N.Black, V.Ogier and G.  
Charles (Executive Officer)

**Guest:** Chris Greenwood

**Apology:** R. Stone

## **Agenda Item 1 Board Minutes**

Resolved that the minutes of the board meeting held on 17 August 2000 be confirmed as a true and accurate record of that meeting and duly signed by the Chair.

## **Agenda Item 2 Minutes of Special General Meeting**

The Chairman noted that the minutes of the Special General Meeting of 19 October 2000 had been circulated to directors for their information.

## **Agenda Item 3 Rule Change**

The Executive Officer reported that the Rule change approved by the Special General Meeting on 19 October 2000 had been registered.

He also said that free legal advice was being sought from Nigel Hill, of Gaden's, regarding a continuing provision in the Rules for casual vacancies on the board.

## **Agenda Item 4 Annual General Meeting**

It was agreed that the AGM would be held at 10.30 am on 18 December 2000 and that a board meeting would be held after the AGM.

The Executive Officer advised that a notice for the AGM would be mailed to members on Monday 20 November 2000 – meeting the legislative requirement of 21 days.

It was agreed that new directors would be encouraged to attend both meetings – Chris Greenwood, Peter Jamieson and Tony O'Shea.

There was a discussion of the minimum membership fee of \$50 and it was agreed to recommend to the AGM that this be increased. It was noted that this represented a change of opinion for the board had originally proposed to co-operatives that it was recommending to the AGM that the membership subscriptions be frozen for two years.

Resolved that from 2001/02 the minimum membership fee should be set at \$100 with \$50 for the first year of membership.

### **Agenda Item 8 Executive Officer Term of Appointment**

There was a discussion on the term of appointment of the Executive Officer.

The Executive Officer expressed no preference and said that continued employment on a month to month basis was acceptable.

Resolved to continue the employment of the Executive Officer for a period of three months with a Working Party convened to examine the Executive Officer's duties, remuneration and other matters.

The Chairman called for nominations to the Executive Officer Working Party and the following were nominated and accepted:

David Griffiths  
Valerie Ogier  
John Luckman  
Malcolm Boyce

**Resolved to maintain the current job description but with the addition of a new section headed Priorities to read as follows.**

**Notwithstanding the above, the priorities of the Executive Officer are as following:**

**Meeting the statutory obligations of the Federation including appropriate legal financial records for audit.**

**Promptly responding to membership queries.**

**Following-up subscription incomes due from members.**

**The meeting of other duties of the Executive Officer will be subject to the hours of the Executive Officer as determined by agreement by the board and prioritising will be determined by the Executive Officer with the board or Chairman.**

## Agenda Item 10 The Co-operative Difference: Developing Directors of Co-operatives

There was a discussion on the Developing Directors of Co-operatives Kit prepared by Active Learning & Communication Co-operative Ltd (ALCC).

The Executive Officer reported that the proposed Memorandum of Understanding (MOU) between ALCC and the Federation had been initiated by ALCC.

The Chairman advised that he had been contacted by ALCC on 15 November 2000 to be informed that the co-operative was not able to proceed with a MOU until after the co-operative's AGM in late November or early December.

Resolved to appoint a Developing Directors Working Party to develop a marketing plan for the Kit.

The Chairman called for nominations and the following were nominated and accepted:

David Griffiths

Chris Greenwood

Graeme Charles

## Agenda Item 7 Finance

The Board discussed the following three documents circulated with the agenda:

7.1.1 Statement of Receipts & Payments

7.1.2 Revised Budget

7.1.3 Listed of 2000/01 Financial Members

7.1.4 1999/2000 Active Members Not Renewed

The Chairman advised that the Abalone Fishermen's Co-operative Society Ltd had paid its annual subscription of \$2500 since 31 October 2000.

Malcolm Boyce reported that the Emerald & District Co-operative was also due to pay its \$500 subscription.

In discussing the Revised Budget it was noted the increased dependence on Government funds.

The Chairman noted that the funding did provide the basis for the provision of value added services and that, if successful, funds from CBAV could provide a basis for generating an income stream and that the federation was most vulnerable with funding for the Victorian Co-operative News.

**Resolved that the Statement of Receipts & Payments 1/7/2000 – 31/10/2000 be received.**

**Resolved that the Revised Budget 1/11/2000 – 30/06/2001 be adopted.**

**Resolved that future financial reports to the board should include appropriate comparisons between actual and budget.**

#### **New Member**

**Resolved to accept the following new member for membership and allocate shares accordingly:**

**Active Learning & Communication Co-operative Ltd**

**Resolved that David Shires be appointed a delegate for Active Learning & Communication Co-operative Ltd**

Malcolm Boyce left the meeting and there was no longer a quorum.

#### **Agenda Item 11.1 Accounts for Payment**

The Executive Officer tabled a list of accounts for payment.

**Resolved to confirm the accounts for payment**

#### **Agenda Item 12 Co-operative Council of Australia**

It was noted that the Co-operative Council of Australia was meeting 23 and 24 November 2000 at Centra Melbourne Airport Hotel Board Room 108.

The board discussed item 12.1 that had been circulated to the board with the agenda for the meeting and it was agreed to request SA to place the following items on the agenda:

- Co-operative Council of Australia membership of the International Co-operative Alliance.
- Initiation of discussions with CUSCAL on issues of common interest and concern.
- Reviewing the structure of the CCA.

It was noted that the Federation would also support national co-operative legislation.

## **Agenda Item 6.1 Correspondence**

The Executive Officer tabled a list of correspondence.

The Executive Officer referred to a letter of 21 September 2000 from Co-operative Development Services Ltd for discussion by the board.

Resolved to write to CDS thanking the co-operative for the offer of collaboration and that the offer would be kept in mind for further consideration when appropriate.

## **Agenda Item 13.1 Marketing Our Co-operative Advantage**

There was a brief discussion of the visit of Tom Webb, of Global Co-operation, to Australia in May 2001.

The Chairman provided directors with copies of the following papers:

- Membership Strategy for Co-operative Advantage, Roger Spear
- A Survey of Sixteen British Consumer Co-operative Societies, Peter Davis and John Donaldson
- Co-operative Values, Principles and Future – a values basis to building a successful co-operative business, Richard Bickle and Alan Wilkins
- Resolved to request the Director Training Working Party to prepare a justification for a Marketing Our Co-operative Workshop including an examination of income generation potential.

## **Agenda Item 9.1 Future Directions Workshop**

The Chairman distributed copies of the workshop report prepared by Melinda McPherson.

## **Agenda Item 14.1 Meeting Preparation and Procedure**

It was agreed this would be discussed by the next board.

The Chairman said that he was interested to establish, inter alia, the value of:  
The value of action lists distributed with Agendas and Minutes  
Whether minutes were being received promptly enough after board meetings.  
Whether agendas were distributed for sufficient consideration before board meetings.

## **Dairy Co-operatives**

It was noted that the Federation would not now seek to develop a public position on the future development of dairy co-operatives and that N.Black would continue to advise the board of developments.

### **Agenda Item 16.1 Board Meeting Dates 2001**

It was agreed that these would be set at the next board meeting following the AGM.

NEXT MEETING: 11.00 a.m. 18 December 2000, at Co-operative Purchasing Services Ltd, Suite 2, Level 2, 420 Burwood Highway, Wantirna South.

Prepared and checked by Chairman and Executive Officer: 16 – 17 November  
Mailed: 17 November 2000

# Co-operative Federation of Victoria Ltd

## Action List

Following Board Meeting: 16 November 2000

Action	Who	What	By When
Co-op Director Training Program	Director Training Working Party: EO, Chairman and Chris Greenwood	Develop marketing strategy.	18 December 2000-
AGM	EO and Chairman	Notice to members of new date for AGM  Minutes of last AGM and Formal Resolutions.	Notice: 20 November 2000 Other: 18 December 2000
Co-operative Development Proposal	EO	Letter to Premier with copy of application.	
Rule change: Directors	EO	Incorporate within Rules	
Rule change casual vacancies & board	EO	Referred to Nigel Hill Gaden's	18 December 2000
Co-operation Awards	EO and Chairman	Create terms of reference for reviewing future of Co-operation Awards.	18 December 2000
Consumer Business Affairs Victoria Funding Existing and New	EO	Follow-up funding decision for 2000/01 – including provision of additional information before 24 November 2000	18 December 2000-
Agriculture	EO	Follow up funding decision for 2000/01	
EO terms and conditions	EO Working Party: David Griffiths, Val Ogier, John	To be reviewed before end September 2000.	Review within three months.

	Luckman and Malcolm Boyce		
CPS Ltd insurance with JLT	EO	Continue follow-up initiatives with JLT and CPS. Executive Officer to report progressively on outcomes of visits to CEEPA (Bendigo), Terang & District Co-operative and Warrnambool Co-operative Society Ltd on 5 and 6 October 2000 with JLT and plans for future visits to Ardmona and Tatura.	Report to board as and when appropriate.
Dairy co-operative developments.	N.Black	Future structure.	Progressive reports to board.
Gray, Friend & Long	EO	Letter not sent but letter of 24 August 2000 sought advice on Formation information for web site, conflict of interest for board members and acceptance of member delegates 9 October 2000). Seeking advice on filling of casual vacancies.	Report as and when appropriate.
Tom Webb Seminar 2001	Director Training Working Party: David Griffiths, Graeme Charles and Chris Greenwood	Develop marketing strategy.	18 December 2000
Co-operative Council of Australia	Chairman	Attend meeting	Report 18 December 2000
Web Site	EO and Chairman	Finalisation of site and establishment of launch date.	Progress report 18 December 2000
United Dairy	EO ,Neil Black and	Preparation of	18 December 2000



Farmers Victoria	David Griffiths	response to policy.	
2000-01 Membership Subscription	EO	Follow up outstanding subscriptions and circulate with agenda of next meeting updated list of members who have paid 2000-01 membership subscription.	18 December 2000
Financial Statements	EO and Chairman	Revised financial statements for board with actual and budget comparisons.	
Meeting Preparation & Procedure	EO and Chairman	Governing procedures of the board.	18 December 2000
Future Directions Workshop	EO and Chairman	Review	18 December 2000
CDS Ltd	EO	Proposed collaboration thank you but letter.	18 December 2000
Federation files – disk copy	Ron Stone	Seek clarification from Tony Gill re disk copies of files – in particular legislation information sheets and annual reports.	18 December 2000
Monash Agribusiness Director Seminar	EO & Chairman	Report on Agribusiness Seminar 2000 and 2001	18 December 2000-

**17 November 2000**